

N95000003517

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: NEW HOPE TRANSITIONAL CENTER, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ED
JUL 25 PM 1:56

FROM: David L. Gray
Name (Printed or typed)

914 Cedar Drive
Address

Brooksville, Florida 34601
City, State & Zip

(904) 854-0070 Ext. 107
Daytime Telephone number

500001540355
-07/18/95--01093--010
*****78.75 *****78.75

626

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W95-141581

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 19, 1995

DAVID L. GRAY
914 CEDAR DRIVE
BROOKSVILLE, FL 34601

SUBJECT: NEW HOPE TRANSITIONAL CENTER, INC.
Ref. Number: W95000014581

We have received your document for NEW HOPE TRANSITIONAL CENTER, INC. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 595A00034657

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ARTICLES OF INCORPORATION
OF
NEW HOPE TRANSITIONAL CENTER, INC.

WE, THE UNDERSIGNED, hereby certify that we have associated ourselves together for the purpose of establishing a corporation under and accordance with the provision of Chapter 617 Florida Statutes, providing for the information, rights and privileges and immunities of the corporation for nonprofit and in pursuance of the terms of said Statutes, we hereby declare and certify as follows:

ARTICLE I. NAME

The name of this corporation shall be NEW HOPE TRANSITIONAL CENTER, INC.

ARTICLE II. INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of this corporation is 6963 S.W. 86th Street; Ocala, Florida 34476, and may transact its business and maintain offices for such purposes at such places either within or without this State.

ARTICLE III. PURPOSE

This corporation shall have the power and authority to forward the purposes and accomplish the objectives hereinafter set forth and to do and perform the same as completely and fully as any natural person is authorized to do under the nonprofit laws of the State of Florida and any part of the world:

(a) The business shall be, including but not limited to:
for Educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any future United States Internal Revenue Laws.

(b) To own, buy, purchase, exchange, hire, lease, mortgage, or otherwise acquire real estate and property, either improved, or any interest or right therein, and to own, hold control, maintain, manage and develop the same in any state of the United States as authorized to do so under the nonprofit laws of the State and any part of the world.

(c) The corporation shall have the lawful right to transact any and all other lawful business.

ARTICLE IV. SPECIFIC PURPOSE

The specific purpose for which this corporation is organized and intends actually to engage in this State, which shall not limit the character of the exempt activities which this corporation may ultimately conduct, is:

to provide supplemental educational assistance for suspended middle school aged students, thereby reducing the dropout rate, and enabling them to grow into self-respecting adults -

within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under said Section 501(c)(3), or the corresponding provisions of any future United States Internal Revenue Laws.

ARTICLE V. INCORPORATORS

The names and addresses of the persons signing these Articles of Incorporation are:

| NAME | ADDRESS |
|---------------------|---|
| Jacqueline Y. Linzy | 6963 S.W. 86th Street Ocala, Florida 34476 |
| David L. Gray | 914 Cedar Drive Brooksville, Florida 34601 |

ARTICLE VI. BOARD OF DIRECTORS

The business and affairs of this corporation shall be conducted by a Board of Directors who shall number not less than four (4), nor more than seven (7) members. Said directors shall have the authority and power to increase or decrease the number of serving directors within the limits above provided. The Board of Directors may fill any vacancy which may occur on the Board of Directors pending the next annual meeting of the Board of Directors. The Bylaws shall specify further the manner in which directors are elected or appointed. The Bylaws shall specify the number of directors necessary to constitute a lawful quorum. This corporation shall have four (4) directors initially. The names and addresses of the initial directors of this corporation are:

| NAME | ADDRESS |
|---|---|
| Lawrence Favors, Jr. Board of Directors Member | 6963 S.W. 86th Street Ocala, Florida 34476 |
| Christine W. Gray Board of Directors Member | 914 Cedar Drive Brooksville, Florida 34601 |

Paul H. Scriven
Board of Directors Member

1211 S.W. 14th Street
Ocala, Florida 34474

Valarie D. Scriven
Board of Directors Member

1211 S.W. 14th Street
Ocala, Florida 34474

ARTICLE VII. OFFICERS

The names and addresses of the Officers, who are subject to the provisions of the Articles, By-Laws and Laws of the State of Florida, shall hold office and have qualified are as follows:

| NAME | ADDRESS |
|--|--|
| David L. Gray Chief Executive Officer | 914 Cedar Drive Brooksville, Florida 34601 |
| Jacqueline Y. Linzy President | 6963 S.W. 86th Street Ocala, Florida 34476 |
| Peggy D. Ware Secretary | 2640 N.E. 56th Street Ocala, Florida 34479 |
| Audrey Gillum Treasurer | 1906 W. Silver Springs Blvd. Ocala, Florida 34475 |

ARTICLE VIII. LIMITATIONS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in the furtherance of the purposes set forth in Article IV hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaigns on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE IX. DISSOLUTION

In the event of a dissolution of this corporation, any assets remaining after payment to creditors shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding Section of any future Federal Tax Code, or shall be distributed to the Federal Government for public purposes. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the County where the principal office of the corporation is then located, exclusively for such purposes or to such organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE X. PRIVATE PROPERTY

The private property of the directors, officers, employees and agents of the corporation shall be forever exempt from any and all corporate debts of every kind and nature incurred by the corporation, and as authorized by the laws of this State. The private property of the corporation shall be forever exempt from any and all personal debts of every kind and nature incurred by the directors, officers, employees and agents of the corporation, and as authorized by the laws of this State.

ARTICLE XI. INDEMNIFICATION

The corporation shall indemnify every director, officer, employee and agent, or his or her heirs, executors and administrators against expenses reasonably incurred by him or her in connection with any action, suit or proceedings to which he or she may be a party by reason of his or her being, or have been, a director, officer, employee or agent of the corporation, except in relation to those matters which he or she shall be adjudicated to be liable for negligence or misconduct. In the event of a settlement, indemnification shall be provided only in connection with such matter covered by the settlement as to which the indemnification shall not be exclusive of other rights to which he or she may be entitled. As used in this Article, expenses shall include amounts of judgments, penalties or fines rendered or levied against such director, officer, employee or agent, and the amounts paid in settlement by him or her shall have been first approved by the directors of this corporation.

ARTICLE XII. DIRECTOR'S LIABILITY

No director of this corporation shall be personally liable to the corporation for monetary damages for breach of fiduciary duty as a director; provided, however, that this Article shall not be construed as eliminating or limiting the liability of a director for one or more of the following acts, namely:

- (a) A breach of duty of loyalty to the corporation.
- (b) Any acts or omissions which are not in good faith or which involve intentional misconduct or a knowing violation of the law.
- (c) The authorizing of an unlawful payment or distribution out of the corporate assets.
- (d) Any transaction made in the furtherance of the exempt purposes of the corporation which the director derived an improper personal benefit.
- (e) Any act or acts that can be defined under the laws of this State as 'Director Conflicts Of Interest'.

ARTICLE XIII. ANNUAL MEETING

The annual meeting of the Board of Directors is to be held at a place either within or without this State as fixed by the Bylaws.

ARTICLE XIV. DURATION

This corporation shall exist in perpetuity unless sooner terminated as provided for by law.

ARTICLE XV. NON-MEMBERSHIP PROVISIONS

The corporation shall not be a membership corporation with members.

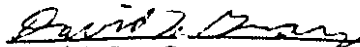
ARTICLE XVI. FISCAL YEAR

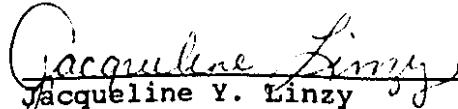
The fiscal year of the corporation shall end on the 30th day of June of each year.

ARTICLE XVII. REGISTERED OFFICE AND AGENT

The street address of the registered office of this corporation is 6963 S.W. 86th Street; Ocala, Florida 34476 and the name of the registered agent of this corporation is Jacqueline Y. Linzy.

The undersigned incorporators have executed these Articles of Incorporation, this 17th day of July, 1995.


David L. Gray
Chief Executive Officer


Jacqueline Y. Linzy
President

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617 0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

NEW HOPE TRANSITIONAL CENTER, INC.
(must include suffix)

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JUL 25 1995
1:56

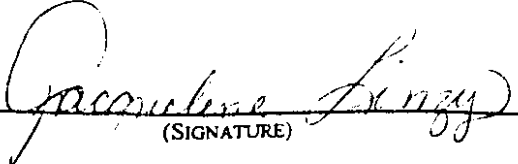
2. The name and address of the registered agent and office is:

Jacqueline Y. Linzy
(NAME)

6963 S.W. 86th Street
(P O Box or Mail Drop Box **NOT** ACCEPTABLE)

Ocala, Florida 34476
(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(SIGNATURE)

July 17, 1995
(DATE)